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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MOTORS LIQUIDATION COMPANY, *et al.*,
f/k/a General Motors Corp., *et al.*,

Debtors

Chapter 11

Case No.: 09-50026 (MG)

(Jointly Administered)

**DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD
ON APPEAL AND A STATEMENT OF ISSUES TO BE PRESENTED**

Pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure, the plaintiffs in *Pilgrim v. General Motors LLC*, pending in the United State District Court for the Central District of California, Case number CV 15-8047-JFW, (the “Pilgrim Plaintiffs”), as Appellants, submit this statement of the issues to be presented on appeal, and designation of items to be included in the record on appeal in connection with the Pilgrim Plaintiffs’ notice of appeal [Dccket Entry No.: 14010], filed on July 26, 2017, with respect to the Memorandum Opinion

and Order Deciding Certain 2016 Threshold Issues, entered by the United States Bankruptcy Court for the Southern District of New York (“Bankruptcy Court”) in the above-referenced case on July 12, 2017, (“July 2017 Opinion”) [Docket Entry No.: 13992].

STATEMENT OF ISSUES ON APPEAL

The issue to be present on appeal is:

1. Whether the Bankruptcy Court erred in the July 2017 Opinion when it held, contrary to the opinion in *In Matter of Motors Liquidation Co.*, 829 F.3d. 135 (2d Cir. 2016, *cert. denied sub nom. Gen. Motors LLC v. Elliot*, 137 S. Ct. 1813 (2017) that Used Car Purchasers, i.e. purchasers of GM automobiles with claimed defects who purchased their GM cars after entry of the Sale Order are bound by the Sale Order and may not bring claims against New GM based on old GM conduct.

DESIGNATION OF ITEMS TO BE INCLUDED IN RECORD ON APPEAL

1. Order (I) Authorizing Sale Of Assets Pursuant To Amended And Restated Master Sale And Purchase Agreement With NGMCO, Inc., A U.S. Treasury-Sponsored Purchaser; (II) Authorizing Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases In Connection With The Sale; And (III) Granting Related Relief [Docket Entry No.: 2968], filed on July 5, 2009;

2. Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Bankruptcy Courts July 5, 2009 Sale Order and Injunction, and the Bankruptcy Courts Rulings in Connection Therewith (Pilgrim Putative Class Action) [Docket Entry No.: 13584], filed on January 19, 2016;

3. Reply Of Pilgrim Plaintiffs To Motion Of General Motors LLC Pursuant To 11 U.S.C. §§ 105 And 363 To Enforce The Bankruptcy Court’s July 5, 2009 Sale Order And Injunction, And The Bankruptcy Court’s Rulings In Connection Therewith (With Attachments

Exhibit 1, Exhibit 2, Exhibit 3, Exhibit 4, Exhibit 5)[Docket Entry No.: 13599], filed on February 4, 2016;

4. Stipulation And Order Adjourning Reply And Hearing Date With Respect To Motion Of General Motors LLC Pursuant To 11 U.S.C. §§ 105 And 363 To Enforce The Bankruptcy Court's July 5, 2009 Sale Order And Injunction, And The Bankruptcy Court's Rulings In Connection Therewith [Docket Entry No.: 13603], filed on February 10, 2016;

5. Order To Show Cause Regarding Certain Issues Arising From Lawsuits With Claims Asserted Against General Motors LLC ("New GM") That Involved Vehicles Manufactured By General Motors Corporation ("Old GM") [Docket Entry No.: 13802], filed on December 13, 2016;

6. Pilgrim Plaintiffs' Supplemental Opening Brief on The 2016 Threshold Issues [Docket Entry No.: 13859], filed on February 27, 2017;

7. Memorandum of Law Opening Brief by General Motors LLC on the 2016 Threshold Issues Set Forth in the Order to Show Cause, Dated December 13, 2016 (Except for the Late Proof of Claim Issue) [Docket Entry No.: 13865], filed on February 27, 2017;

8. Memorandum of Law /Plaintiffs' Joint Opening Brief on the 2016 Threshold Issues [Docket Entry No.: 13865], filed on February 27, 2017;

9. Reply to Motion Reply Brief by General Motors LLC on the 2016 Threshold Issues Set Forth in the Order to Show Cause, Dated December 13, 2016 (Except for the Late Proof of Claim Issue) [Docket Entry No.: 13888], filed on April 7, 2017;

10. Response /Plaintiffs' Joint Reply Brief On The 2016 Threshold Issues [Docket Entry No.: 13889], filed on April 7, 2017;

11. Transcript Regarding Hearing Held on 4/20/2017 RE: Order To Show Cause [Docket Entry No.: 13907], filed on April 24, 2017;
12. Transcript regarding Hearing Held on 5/17/2017 RE: Hearing Re: Order To Show Cause In Reference To Threshold Issue [Docket Entry No.: 13943], filed on May 19, 2017;
13. Letter Re: Cases Stating That Actual Notice Of A Proceeding Can Provide A Basis To Bind A Person To A Court Order [Docket Entry No.: 13945], filed on May 22, 2016;
14. Letter In Response Filed By Pilgrim Plaintiffs (#1 Exhibit) [Docket Entry No.: 13950], filed on May 26, 2017; and
15. Memorandum Opinion and Order Deciding Certain 2016 Threshold Issues, (Docket Entry No.: 13992], filed on July 12, 2017; and
16. Notice of Appeal [Docket Entry No.: 14010], filed on July 26, 2017.

Dated: New York, New York
August 9, 2017

Respectfully submitted,

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